



SARDA PAPERS LIMITED

**24th ANNUAL REPORT
2014-2015**



SARDA PAPERS LIMITED

BOARD OF DIRECTORS

Mr. Manish D Ladage	Additional Director
Mrs. Kamini Kamal Johari	Additional Director
Mr. Mahesh Salamatrai Makhijani	Additional Independent Director
Mr. Krishnamurthy Anantharayanan	Additional Independent Director

SOLICITORS & ADVOCATES

Crawford Bayley & Co.
Mumbai

AUDITORS

Shyam Malpani & Associates
Mumbai

REGISTERED OFFICE & WORKS

A-70,M.I.D.C.,
Sinnar, Dist. Nasik, Pin 422 103
Maharashtra Tel : 02551-230135
Email : info.spl1991@gmail.com
Website : www.sardapapers.com

BANKERS

Citi Bank
Axis Bank

REGISTRAR & TRANSFER AGENTS

M/s. Mondkar Computers Private Limited
21, Shakil Niwas, Mahakali Caves Road,
Andheri (East),
Mumbai - 400093
Tel: 022-28207201/03/05 Fax: 28207207

STOCK EXCHANGE WHERE COMPANY'S SHARES ARE LISTED

Bombay Stock Exchange Limited

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NOTICE

NOTICE is hereby given that the 24th Annual General Meeting of the Members of SARDA PAPERS LIMITED will be held on 30th day, September 2015 at 2.00 pm at the Registered Office of the Company at A/70 MIDC, Sinnar Nasik, - 422103 to transact the following business :

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2015, together with the Reports of the Board of Directors and the Auditors thereon.
2. To consider and, if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution

“**RESOLVED** That pursuant to the provisions of section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, pursuant to the recommendations of the Audit Committee the Company hereby ratifies the appointment of M/s. **Shyam Malpani & Associates**, Chartered Accountants, Mumbai (Registration No. 120438W) as the Statutory auditors of the Company to hold office from the conclusion of this AGM till the conclusion of next Annual General Meeting (“AGM”) of the Company to examine and audit the accounts of the Company for the Financial Year 2015-16 on such remuneration plus service tax as may be mutually agreed between the Board of Directors and Auditors and out of pocket expenses.”.

Special Business

3. To consider and, if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED** that Mrs. Kamini Johari, (DIN: 01309286), an Additional Director of the Company, who under Section 161 of the Companies Act, 2013 holds office only up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 and other applicable provisions, if any, of the said Act proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.”

4. To consider and, if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED** that Mr. Manish D. Ladage (DIN: 00082178), an Additional Director of the Company, who under Section 161 of the Companies Act, 2013 holds office only up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 and other applicable provisions, if any, of the said Act proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.”

5. To consider and, if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED** that Mr. Krishnamurthy Anantharayanan (DIN: 06579510), an Additional Director of the Company, who under Section 161 of the Companies Act, 2013 holds office only up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 and other applicable provisions, if any, of the said Act proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.”

6. To consider and, if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED** that Mr. Mahesh Salamatrai Makhijani (DIN: 00322226), an Additional Director of the Company, who under Section 161 of the Companies Act, 2013 holds office only up to the date of this Annual General Meeting and



in respect of whom the Company has received a notice in writing from a member under Section 160 and other applicable provisions, if any, of the said Act proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.”

7. To consider and, if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement (as amended from time to time), Mr. Krishnamurthy Anantharayanan (DIN: 06579510), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and whose period of office was liable to retire by rotation under the provisions of Companies Act, 1956 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, being so eligible, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from 30/01/2015, not liable to retire by rotation.”

8. To consider and, if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement (as amended from time to time), Mr. Mahesh Salamatrai Makhijani (DIN: 00322226), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and whose period of office was liable to retire by rotation under the provisions of Companies Act, 1956 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, being so eligible, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from 30/01/2015, not liable to retire by rotation.”

By Order of the Board

Mr. Manish Ladage
Director (DIN: 00082178)

Place : Mumbai
Date : August 14, 2015
Registered Office:
A/70 MIDC, Sinnar Nasik, - 422103

NOTES:

- [a] The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item nos. 3 to 8 set out above and the relevant details in respect of item No. 3 to 8 sets out above of the Notice pursuant to Clause 49 of the Listing Agreement with BSE Limited, are annexed hereto.
- [b] A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY DULY COMPLETED AND SIGNED SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY- EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty



members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the Total Share Capital of the Company may appoint a single person as proxy, who shall not act a proxy for any other Member.

[c] Members / Proxies should bring the enclosed Attendance Slip duly filled in, along with the Annual Report for attending the Meeting.

[d] The Register of Members and the Share Transfer Books of the Company will remain closed from 24th September, 2015 To 30th September, 2013 [both days inclusive].

[e] Members are requested to notify any change in their address:

[i] to their Depository Participants [DPs] in respect of shares held in Demat form; and

[ii] to the Registrar and Share Transfer Agents of the Company, Universal Capital Securities Pvt. Ltd, 21, Shakil Niwas, Mahakali Caves Road, Andheri [East], Mumbai 400 093, in respect of shares held in physical form, quoting their folio numbers.

As per SEBI Circular No. MRD/DOP/Cir-05/2009 dated May 29, 2009, it is mandatory to quote PAN No. for transfer of shares in physical form. Therefore, the transferee[s] is required to submit a self attested PAN card copy to the Registrar and Share Transfer Agents of the Company for registration of transfer of shares.

[f] Members desiring any information on accounts or operations of the Company are requested to forward their queries to the Company at least eight days prior to the date of the Meeting so that the required information is made available at the Meeting.

[g] Electronic copy of the Annual Report for 2014-15 is being sent to all members whose e-mail IDs are registered with the Registrar and Share Transfer Agents /Depository Participant, unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the Annual Report is being sent in the permitted mode.

[h] The Ministry of Corporate Affairs has undertaken a "Green Initiative in the Corporate Governance" and allowed companies to share documents with its shareholders through the electronic mode. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository participants and in respect of shares in physical form with the Company or its Registrar & Share Transfer Agents M/s. Universal Capital Securities Pvt. Ltd, Unit: Sarda Papers Limited, Shakil Niwas, Mahakali Caves Road, Andheri [East] Mumbai- 400 093, E-mail: info@unisec.in.

[i] A proxy form for the Annual General Meeting has been enclosed in the Annual Report

[j] Voting through Electronic means

a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement, The Company has provided 'remote e-voting' (e-voting from a place other than venue of the Annual General Meeting) facility through Central Depository Services (India) Limited (CDSL) as an alternative, for all members of the Company to enable them to cast their votes electronically, on the resolutions mentioned in the notice of the 24th Annual General Meeting (AGM) of the Company. The e-voting facility is available at the link www.evotingindia.com.

b. The facility for voting, either through electronic voting system or through ballot / polling paper shall also be made available at the venue of the 24th AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.



- c. The remote e-voting period commences on 26th September, 2015 (10.00 a.m.) and ends 29th September, 2015 (05:00 p.m.). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- d. Mr. Jigarkumar Gandhi of JNG & Co, Company Secretaries, Mumbai, has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner

B) The process and manner for remote e-voting are as under:

1. Log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" tab.
3. Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

- | | |
|-----------------------|---|
| PAN* | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the Sequence number which is mentioned in address Label affixed on Annual Report, in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with Sequence number 1 then enter RA00000001 in the PAN field. |
| DOB | Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format. |
| Dividend Bank Details | Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank details in order to login. If the details are not recorded with the depository or Company please enter the member id/ folio number in the Dividend Bank details field. |



7. After entering these details appropriately, click on "SUBMIT" tab.
8. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN of "SARDA PAPERS LIMITED" on which you choose to vote.
11. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
13. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
15. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
16. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
17. Note for Non-Individual Shareholder and Custodians
 - Non-individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create a compliance user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
18. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

EXPLANATORY STATEMENT.

Item No.3.

On the recommendation of the Nomination and Remuneration Committee, Mrs. Kamini Johari, was appointed as an Additional Director by the Board of Directors at its meeting held on 22nd December, 2014. As Additional Director, Mrs. Kamini Johari's term of office will expire at the forthcoming Annual General Meeting. A Notice has been received under Section 160 of the Companies Act, 2013 from a member of the Company, along with the requisite deposit, proposing his candidature for the office of Director.

Mrs. Kamini Johari is a Bsc. Graduate and a co-founder of Nobel Hygiene Private Limited, which is one of the efficient manufacturers of adult diaper in India, your Directors feel that it will be in the interest of the Company to appoint Mrs. Kamini Johari as a Director so that her advice and guidance would continue to be available to the Board and benefit the Company.

Mrs. Kamini Johari is concerned or interested in the Resolution at item No.3 of the Notice. Other than Mrs. Kamini Johari, no other Director, key managerial personnel or their respective relatives is/are concerned or interested in the Resolution.

Your Directors consider Mrs. Kamini Johari appointment as Director will be in the interest of the Company and, accordingly, commend the Resolution at item No. 3 for acceptance by the members.

Item No.4.

On the recommendation of the Nomination and Remuneration Committee, Mr. Manish Ladage, was appointed as an Additional Director by the Board of Directors at its meeting held on 22nd December, 2014. As Additional Director, Mr. Manish Ladage term of office will expire at the forthcoming Annual General Meeting. A Notice has been received under Section 160 of the Companies Act, 2013 from a member of the Company, along with the requisite deposit, proposing his candidature for the office of Director.

Mr. Manish Ladage is a Chartered Accountant and a co-founder of Mastermind Financial Services Limited, your Directors feel that it will be in the interest of the Company to appoint Mr. Manish Ladage as a Director so that his advice and guidance would continue to be available to the Board and benefit the Company.

Mr. Manish Ladage is concerned or interested in the Resolution at item No.4 of the Notice. Other than Mr. Manish Ladage, no other Director, key managerial personnel or their respective relatives is/are concerned or interested in the Resolution.

Your Directors consider Mr. Manish Ladage appointment as Director will be in the interest of the Company and, accordingly, commend the Resolution at item No. 4 for acceptance by the members.

Item No.5.

Mr. Krishnamurthy Anantharayanan, was appointed as an Additional Independent Director by the Board of Directors at its meeting held on 30th January, 2015. As Additional Director, Mr. Krishnamurthy Anantharayanan term of office will expire at the forthcoming Annual General Meeting. A Notice has been received under Section 160 of the Companies Act, 2013 from a member of the Company, along with the requisite deposit, proposing his candidature for the office of Director.

Mr. Krishnamurthy Anantharayanan is a Graduate, your Directors feel that it will be in the interest of the Company to appoint Mr. Krishnamurthy Anantharayanan as a Independent Director so that his advice and guidance would continue to be available to the Board and benefit the Company.

Mr. Krishnamurthy Anantharayanan is concerned or interested in the Resolution at item No.5 of the Notice. Other than Mr. Krishnamurthy Anantharayanan, no other Director, key managerial personnel or their respective relatives is/are concerned or interested in the Resolution.

Your Directors consider Mr. Krishnamurthy Anantharayanan appointment as Director will be in the interest of the Company and, accordingly, commend the Resolution at item No. 5 for acceptance by the members.

Item No.6.

Mr. Mahesh Salamatrai Makhijani, was appointed as an Additional Independent Director by the Board of Directors at its meeting held on 30th January, 2015. As Additional Director, Mr. Mahesh Salamatrai Makhijani term of office will expire



at the forthcoming Annual General Meeting. A Notice has been received under Section 160 of the Companies Act, 2013 from a member of the Company, along with the requisite deposit, proposing his candidature for the office of Director.

Mr. Mahesh Salamatrai Makhijani is a Chartered Accountant, your Directors feel that it will be in the interest of the Company to appoint Mr. Mahesh Salamatrai Makhijani as a Independent Director so that his advice and guidance would continue to be available to the Board and benefit the Company.

Mr. Mahesh Salamatrai Makhijani is concerned or interested in the Resolution at item No.6 of the Notice. Other than Mr. Mahesh Salamatrai Makhijani, no other Director, key managerial personnel or their respective relatives is/are concerned or interested in the Resolution.

Your Directors consider Mr. Mahesh Salamatrai Makhijani appointment as Director will be in the interest of the Company and, accordingly, commend the Resolution at item No. 6 for acceptance by the members.

Item No.7 &8

Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani are Non-Executive Independent Directors of the Company, not liable to retire by rotation.

In order to comply with the above provisions, it is proposed to appoint Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani as Independent Directors under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for a term of 5 (five) consecutive years from 30th January, 2015 and they shall not be liable to retire by rotation.

Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

The Company has received separate notices in writing from a member alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidatures of each of Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani for the office of the Directors of the Company.

The Company has also received declarations from Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani that they meet the criteria of independence as prescribed both under Section 149(6) of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani fulfill the conditions for appointment as Independent Directors as specified in the Act and rules framed thereunder and the Listing Agreement. Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani are independent of the management. The Nomination and Remuneration Committee has recommended the appointments of Mr. Madan Mohan Jain and Mr. T. S. Bhattacharya as Independent Directors.

Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani possess appropriate skills, experience and knowledge. Keeping in view, their vast experience and knowledge, it will be in the interest of the Company that Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani be appointed as Independent Directors.

A copy of the draft letter of appointment setting out the terms and conditions of appointments of the aforesaid Directors is available for inspection by the members at the Registered Office and Corporate Office of the Company during normal business hours (9.00 am to 5.00pm) on all working days except Saturdays, up to and including the date of the Meeting of the Company

Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani are interested in the resolutions set out respectively at item Nos. 7 & 8 of the Notice with regard to their respective appointments.

The relatives of Mr. Krishnamurthy Anantharayanan and Mr. Mahesh Salamatrai Makhijani may be deemed to be interested in the resolutions set out respectively at item Nos. 7 & 8 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except above, none of the other Directors and/or Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in these resolutions.

The Board recommends the Ordinary Resolutions set out at Item Nos. 7 & 8 of the Notice for approval by the members.



Directors' Report

To the members,

We are privileged to place before you the 24th Annual Report of your Company together with Audited Financial Accounts for the Financial Year (FY) ended 31st March 2015.

Financial Results

	(Amount in Rupees)	
Particulars	2014-15	2013-14
Profit before Tax	2,08,853	50,376
Less : Current Taxes	-	-
Less : Deferred Tax	-	-
Profit for the year	2,08,853	50,376
Add : Balance in Profit & Loss Account	(7,35,83,058)	(7,36,33,434)
Sub-Total	(7,33,74,205)	(7,35,83,058)
Less : Appropriations		
Adjustment relating to Fixed Assets	(3,02,256)	-
Closing Balance	(7,36,76,461)	(7,35,83,058)

Dividend:

In view of the accumulated losses, your directors are unable to recommend any dividend on Equity as well as Preference Shares for the year.

Performance & Operations

Since last many years, the paper industry has gone through tremendous technological changes with new generation machineries having come in which have changed the entire business dynamics and the company has not been able to cope up with the changes due to its financial constraints and lack of capability to adopt to these technological changes and eventually the turnover of the company kept deteriorating year after year leading to substantial losses. Accordingly manufacturing operations were suspended in June, 2009 and eventually the old obsolete machinery have been sold to clean some of the liabilities.

The company is now planning to restart its business operations by dealing in the paper products by trading in the same. This will need some working capital. The company does not envisage starting again its manufacturing unit and hence sold the factory, land and building for a lumpsum consideration of Rs.9.00 crores on 3rd June, 2015 to the Nobel Hygiene Private Limited after taking the shareholders approval and other formalities.

Material changes and Commitments affecting financial position between the end of the financial year and date of report

The Company has entered into an agreement with Nobel Hygiene Private Limited for the assignment of lease for the leasehold Land & Factory Building thereon situated at A/70, MIDC, Sinnar, Nashik. and have also received the agreed consideration of Rs.9.00 crores for the same. Out of the consideration the Company has redeemed its preference shares of Rs.4.25 crores issued to the Nobel Hygiene Private Limited on 11th June, 2015 and has also cleared all its other outside liabilities.

Internal Financial control

The Company has in place adequate internal financial control with reference to financial statements. During the year, such controls were tested and no reportable material weakness in designs or operations were observed.